

Roger E. Egan
2 Hartley Farms Road
Morristown, New Jersey 07960

April 8th, 2005

Mr. Michael G. Cherkasky
President and Chief Executive Officer
Marsh & McLennan Companies, Inc.
1166 Avenue of the Americas
New York, N.Y. 10036-2774

Dear Mike:

It is with deep regret that I submit my resignation from employment by Marsh, Inc. as of today – April 8th, 2005.

As you know, I have been frustrated by the circumstances at Marsh & McLennan Companies, Inc. (the “Company”) that have prevented us from even discussing a fair separation agreement that ends a 32 year career of faithful service.

I hope you appreciate my need to get on with my life.

While I take this step, I am sincerely hopeful given all that has been said to me, that I will retain rights I have under existing agreements and policies at the Company. I hope the Company is willing to accept my resignation while leaving open for further discussion between us the terms of my separation from the Company.

I would appreciate confirmation of the Company’s willingness to have discussions about a fair separation agreement in the near future, as well as confirmation that I am entitled to COBRA continuation coverage in accordance with applicable law.

Mike, I look forward to hearing from you.

Sincerely,

